



APP

**D-189435**

FILE NUMBER

DOMESTIC

**STATE OF WASHINGTON | DEPARTMENT OF STATE**

I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal,  
hereby certify that

**ARTICLES OF INCORPORATION**

of **PICKLE BALL, INC.**

a domestic corporation of **Seattle,** Washington,

was filed for record in this office on this date, and I further certify that such Articles remain  
on file in this office.

Filed at request of.....  
**Holcomb, Gorny & Owens**  
**1625 IBM Building**  
**Seattle, Washington 98101**  
**Attn: Thomas J. Owens**

Filing and recording fee . . . \$ **50.00**

License to June 30, 19 **68** \$ **30.00**

.....Excess pages @ 25¢ \$ .....

/ Microfilmed, Roll No. **1134**

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In witness whereof I have signed and have  
affixed the seal of the State of Washington to  
this certificate at Olympia, the State Capitol,

**February 13, 1968**

A. LUDLOW KRAMER  
SECRETARY OF STATE

**331**

37027 FEB 13 1968  
APPROVED  
AS TO FORM AND FILED

FEB 13 1968

A. LUDLOW KRAMER  
SECRETARY OF STATE  
BY *[Signature]*  
CORPORATION SECRETARY

ARTICLES OF INCORPORATION  
OF  
PICKLE BALL, INC.

KNOW ALL MEN BY THESE PRESENTS: That RICHARD C. BROWN, DAVID D. McCALLUM, JOEL M. PRITCHARD and THOMAS J. OWENS, being over the age of twenty-one (21) years, and for the purpose of forming a corporation under the Washington Business Corporation Act hereby certify and adopt in triplicate the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be "PICKLE BALL, INC." and its existence shall be perpetual.

ARTICLE II

The purpose and objects of this corporation are as follows:

1. To develop the game of Pickle Ball and to sell and promote said game in any lawful manner.

2. To engage in generally and carry on any lawful business or trade which may, in the judgment of the Board of Directors, at any time be necessary, useful or advantageous to this corporation.

3. In furtherance of and not in limitation of the general powers conferred by the laws of the State of Washington, it is expressly provided that this corporation shall also have the following powers:

(a) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the stock of this corporation, provided that the money or property of the corporation shall not be used for purchase of shares of its own stock when such use would cause any impairment of the capital of the corporation. The corporation shall not be entitled to vote, either directly or indirectly, on any shares of its own stock which it may hold.

(b) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the bonds, debentures, notes and other securities and obligations of this corporation.

(c) To borrow money and give security therefor.

(d) To enter into, make, perform and carry out contracts of every kind for any lawful purposes pertaining to its business, with any individual, entity, firm, association, or corporation, or with any governmental, municipal, or public authority, domestic or foreign.

(e) To do everything necessary, proper, convenient, or incidental to the accomplishment of the purposes and objects of this corporation, or which is calculated directly or indirectly to promote the welfare or interests of the corporation or enhance the value or render profitable any of its property or rights.

(f) To do any and all of the things in this article set forth to the same extent a natural person might or could do, and

in any part of the world, as principals, agents, contractors, trustees, or otherwise, either alone or in company with others.

PROVIDED, HOWEVER, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business, to exercise any power or to do any act which a corporation formed under the Uniform Business Corporation Act of the State of Washington, or any amendment thereto or substitute therefor, may not at the time lawfully carry on or do.

#### ARTICLE III

1. The location and post office address of the registered office of the corporation in this State shall be 1625 IBM Building, Seattle, Washington 98101.

2. The registered agent of the corporation shall be Thomas J. Owens, whose address is 1625 IBM Building, Seattle, Washington 98101.

#### ARTICLE IV

1. The total number of shares of stock authorized and which may be issued by this corporation is 50,000 shares at the par value of \$1.00 per share. Each share of stock shall be entitled to one (1) vote.

2. The corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation in any manner now or hereafter prescribed or permitted by statute. All rights of stockholders of the corporation are granted subject to this reservation.

## ARTICLE V

The amount of paid-in capital with which the corporation will begin business is Five Hundred Dollars (\$500.00).

## ARTICLE VI

1. The number of directors of the corporation shall be fixed as provided in the By-Laws, and may be changed from time to time by amending the By-Laws, as therein provided, but the number of directors shall not be less than three nor more than nine.

2. In furtherance of and not in limitation of the powers conferred by the laws of the State of Washington, the Board of Directors is expressly authorized to make, alter and repeal the By-Laws of the corporation, subject to the power of the stockholders of the corporation to change or repeal such By-Laws.

3. The corporation may enter into contracts and otherwise transact business as vendor, purchaser, or otherwise, with its directors, officers and stockholders and with corporations, associations, firms and entities in which they are or may be or become interested as directors, officers, shareholders, members or otherwise, as freely as though such adverse interests did not exist even though the vote, action or presence of such director, officer or stockholder may be necessary to obligate the corporation upon such contracts or transactions; and in the absence of fraud no such contract or transaction shall be avoided and no such director, officer or stockholder shall be held liable to account to the corporation,

by reason of such adverse interests or by reasons of any fiduciary relationship to the corporation arising out of such office or stock ownership, for any profit or benefit realized by him through any such contract or transaction; provided that in the case of directors and officers of the corporation (but not in the case of stockholders who are not directors or officers) the nature of the interest of such director or officer, though not necessarily the details or extent thereof, be disclosed or known to the Board of Directors of the corporation, at the meeting thereof at which such contract or transaction is authorized or confirmed. A general notice that a director or officer of the corporation is interested in any corporation, association, firm or entity shall be sufficient disclosure as to such director or officer with respect to all contracts and transactions with that corporation, association, firm or entity.

4. Any contract, transaction, or act of the corporation or of the directors or of any officers of the corporation which shall be ratified by a majority of a quorum of the stockholders of the corporation at any annual meeting or any special meeting called for such purpose, shall insofar as permitted by law, be as valid and as binding as though ratified by every stockholder of the corporation.

5. The first directors of this corporation shall be five in number and their post office addresses are as follows:

<u>Name</u>	<u>Address</u>
William L. Bell, Jr.	98 Jaralemon Brooklyn, New York 11201

Richard C. Brown	2608 36th West Seattle, Washington 98199
David D. McCallum	3711 W. Tilden Seattle, Washington 98199
Joel M. Pritchard	1401 Broadway Seattle, Washington 98102
Thomas J. Owens	1625 IBM Building Seattle, Washington

The term of the first directors shall be until the first annual meeting of the stockholders of the corporation, to be held on the last Monday in August and until their successors are elected and qualified.

#### ARTICLE VII

The names and post office addresses of each of the incorporators shall be as follows:

<u>Name</u>	<u>Address</u>
Richard C. Brown	2608 36th West Seattle, Washington 98199
David D. McCallum	3711 W. Tilden Seattle, Washington 98199
Joel M. Pritchard	1401 Broadway Seattle, Washington 98102
Thomas J. Owens	1625 IBM Building Seattle, Washington 98101

IN WITNESS WHEREOF, the incorporators hereinabove named have hereunto set their hands in triplicate, this 8<sup>th</sup> day of February, 1968.

Richard C. Brown  
David D. McCallum  
Joel M. Pritchard  
Thomas J. Owens

STATE OF WASHINGTON )

) SS

County of King )

This is to certify that on the 9th day of February, 1968, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally came RICHARD C. BROWN, to me known to be one of the individuals described in and who executed the within instrument and acknowledged to me that he signed and sealed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal the day and year in this  
certificate first above written.

Heate Wolf  
NOTARY PUBLIC in and for the State  
of Washington, residing at Seattle

NOTARY PUBLIC in and for the State  
of Washington, residing at Seattle



STATE OF WASHINGTON )

) SS

County of King )

This is to certify that on the 7<sup>th</sup> day of February, 1968, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally came DAVID D. McCALLUM, to me known to be one of the individuals described in and who executed the within instrument and acknowledged to me that he signed and sealed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal the day and year in this  
certificate first above written.

Beate Wolf  
NOTARY PUBLIC in and for the State  
of Washington, residing at Seattle

NOTARY PUBLIC in and for the State  
of Washington, residing at Seattle

STATE OF WASHINGTON )

County of King

This is to certify that on the 10th day of February, 1968, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally came JOEL M. PRITCHARD, to me known to be one of the individuals described in and who executed the within instrument and acknowledged to me that he signed and sealed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal the day and year in this  
certificate first above written.

Beate Wolf  
NOTARY PUBLIC in and for the State  
of Washington, residing at Seattle

STATE OF WASHINGTON )

) SS

County of King )

County of King )  
This is to certify that on the 8<sup>th</sup> day of February,  
1968, before me, the undersigned, a Notary Public in and for the  
State of Washington, duly commissioned and sworn, personally came  
THOMAS J. OWENS, to me known to be one of the individuals described  
in and who executed the within instrument and acknowledged to me  
that he signed and sealed the same as his free and voluntary act  
and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal the day and year in this  
certificate first above written.

Beate Wolf  
NOTARY PUBLIC in and for the State  
of Washington, residing at Seattle

NOTARY PUBLIC in and for the State  
of Washington, residing at Seattle